

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE EASTERN DISTRICT OF TEXAS  
SHERMAN DIVISION

In re:	§	
	§	Case No. 15-40248-BR-11
GTL (USA), INC.,	§	Chapter 11
	§	
Debtor.	§	

**BALLOTING AGENT'S VERIFIED REPORT OF PLAN VOTING**

This written declaration is made pursuant to 28 U.S.C. § 1746. I, Richard G. Grant ("Counsel" and/or "Balloting Agent"), on behalf of GTL (USA), Inc. (the "Debtor"), do hereby declare under penalty of perjury that the following statements are true and correct.

1. On or about August 7, 2015, the Debtor, though its Counsel, pursuant to the Order Approving Disclosure Statement on a Preliminary Basis; Fixing Voting Record Date and Voting Deadline; Fixing Deadline for Objecting to Confirmation; Approving the Forms of Ballots; Fixing a Date for Hearing on Confirmation; and Addressing Matters Ancillary to Solicitation [Docket No. 263, the "Order"], transmitted the Solicitation Package, as defined in the Order, to all creditors and claimants eligible to receive such materials.

2. The Balloting Report is attached hereto as **Exhibit A**. Nothing herein shall be construed as the Debtor's consent to the validity of any claim or as a waiver of any right to object, either before or after confirmation, to any claims, in whole or in part, or with respect to the status of any claim.

3. Three ballots were not eligible to be counted by the Balloting Agent.

a. **Kunal Kapai Ballot – No Allowed Claim.** The Balloting Agent did not count the ballot cast by Kunal Kapai on August 17, 2015, because a timely objection to claim of Kunal Kapai was filed by the Debtor against the proof of claim filed by Mr. Kapai on May 15, 2015. Per that filed Objection, the Debtor objected to any purported claim of Mr. Kapai, whether secured, unsecured, administrative, or otherwise, in that Mr. Kapai had not met his prima facie burden of establishing a claim against this bankruptcy estate nor stated a legal basis for any claim. Mr. Kapai has not filed a motion to

temporarily allow his claim for voting purposes. In addition, the Objection contained a demand for turnover to the Debtor of \$92,605 wrongfully taken by Mr. Kapai prior to the case, which funds were subject to turnover pursuant to Section 542(a) of the Bankruptcy Code. Accordingly, the Claim was disallowed pursuant to Section 502(d) and could not be voted. Further, the Debtor has filed a motion to designate Mr. Kapai under Section 1126(e) due to his conduct in the case.

b. ***Amanda Morreale Ballot – Not Scheduled/No Proof of Claim before Bar Date.*** The Balloting Agent did not count the ballot of Amanda Morreale cast on August 17, 2015 because no claim for Amanda Morreale was listed in the Debtor's Schedules and Ms. Morreale has filed no proof of claim as of the date hereof. Ms. Morreale did file a motion to lift stay during the voting period, in which she asked for the stay to lift to allow her to liquidate an employment claim. She did not file a claim or motion to estimate her unliquidated claim.

c. ***Mohammed Ahsan Ballot – Untimely Ballot.*** The Balloting Agent did not count the ballot of Mohammed Ahsan cast on August 18, 2015 because it was filed after the Balloting Deadline.

4. A summary of the voting for all Classes based on eligible ballots received by Counsel for the Debtor through August 17, 2015 at 4:30 p.m. CST (the "Voting Deadline") is hereby stated. Out of a total of 11 ballots received, a total of 8 ballots were eligible to be counted. Of the 8 timely ballots eligible to be counted, 100% voted to accept the Plan and none voted to reject the Plan.

5. Subject to the foregoing, no valid ballots were timely cast in Classes 1, 2A, 2B, 3A, 3C, 4, 5 or 6. Class 3B voted to accept the Plan.

6. The only claimant to cast a ballot opting out of the release provisions of Section 12.5 of the Plan was Kunal Kapai, and his vote cannot be counted for the reasons set forth in paragraph 3.a above.

/s/ Richard G. Grant  
Richard G. Grant

Respectfully submitted,

Dated: August 19, 2015

CULHANE MEADOWS, PLLC

By: /s/ Richard G. Grant

Lynnette Warman

Tex. Bar No. 20867940

Richard G. Grant

Tex. Bar No. 08302650

The Crescent, Suite 700

100 Crescent Court

Dallas, Texas 75201

Telephone: 214-693-6525

Facsimile: 214-361-6690

Email: [rgrant@culhanemeadows.com](mailto:rgrant@culhanemeadows.com)

Email: [lwarmen@culhanemeadows.com](mailto:lwarmen@culhanemeadows.com)

ATTORNEYS FOR  
DEBTOR IN POSSESSION

**CERTIFICATE OF SERVICE**

The undersigned hereby certifies that he has transmitted a true and correct copy of the foregoing via the Court's Electronic Case Filing system to all persons participating therein on August 19, 2015.

/s/ Richard Grant

Richard G. Grant



GTL (USA), Inc.   Case No. 15-40248		Case 15-40248		Doc 295	Filed 08/19/15	Entered 08/19/15 05:15:44	Desc Main			
Ballot Tabulation					Document	Page 5 of 6				
As of August 19, 2015										
Creditor Name	Schedule (D,E,F)	C/U/D	GTL Sch \$\$ (non-employee)	Claim #	POC \$\$	Scheduled Amount or POC Amount if Filed	Amount on Ballot	Class	Vote	OptOut
FedEx Corporation	F		1,077.24	47	2,345.02	\$ 2,345.02		3B		
Flashback Data, LLC			-	9	811.88	\$ 811.88		3B		
Fleckman & McGlynn, PLLC			-	46	116,400.97	\$ 116,400.97		3B		
FLEETCOR TECHNOLOGIES/Universal Pre	F		15,990.08	33	6,586.91	\$ 6,586.91		3B		
FLEETCOR TECHNOLOGIES/Universal Premium			-	12	9,945.67	\$ 9,945.67		3B		
Fleetmatics Group, PLC	F		2,439.75			\$ 2,439.75		3B		
Franchise Tax Board - CA			-	29	800.00	\$ 800.00		3B		
General Information Services Inc						\$ -		3B		
Global Proserve Limited	F		193,277.73			\$ 193,277.73		3B		
Global Value Add Inc.	G					\$ -		3B		
GreatAmerica Financial Services Corpora	G		-	20	12,160.33	\$ 12,160.33		3B		
Hertz Claim Center			-	15	770.84	\$ 770.84		3B		
Illinois Department of Employment Security			-	42	1,530.56	\$ 1,530.56		3B		
Illinois Department of Revenue			-	51	943.84	\$ 943.84		3B		
Innovsource Private Limited						\$ -		3B		
Israeloff Trattner & Co CPAs PC	F		25,000.00			\$ 25,000.00		3B		
JAN-PRO of Dallas/ Fort worth	G		-	10-2	362.34	\$ 362.34		3B		
JAN-PRO of Dallas/ Fort worth			-	10-1	-	\$ -		3B		
JDS Uniphase Corporation	F		77,333.54			\$ 77,333.54		3B		
Kadakkal Staffing LLC	F		1,400.00	19	1,400.00	\$ 1,400.00		3B		
Level 3 Communications, LLC			-	14	111.08	\$ 111.08		3B		
Marlin Business Bank (Nevil Financial Le	G		-	21	1,636.37	\$ 1,636.37		3B		
Mary Lou Boscardin	SOFA					\$ -		3B		
McGrath RentCorp dba TRS-Ren Telco	F		218,122.04	24	206,838.05	\$ 206,838.05		3B		
Microlease, Assigned to Attorney Recov	F		50,969.38	4	50,923.16	\$ 50,923.16		3B		
Mohammed Ahsan	F		5,937.50	31	5,937.50	\$ 5,937.50	\$ 5,937.50	3B	Accept	
Monster Worldwide Inc						\$ -		3B		
Nevill Document Solution (acct # 124102	F		40.05			\$ 40.05		3B		
OKLAHOMA TAX COMMISSION			-	13	1,863.04	\$ 1,863.04		3B		
Origin to Future Inc	F		24,918.00	18	24,918.18	\$ 24,918.18		3B		
P.V. HOLDINGS, INC., D.B.A. AVIS			-	22	16,639.90	\$ 16,639.90		3B		
Radha Krushn Communications, Inc			-	38	48,000.00	\$ 48,000.00	\$ 48,000.00	3B	Accept	
Rahil Ahmad	F		510.00			\$ 510.00		3B		
Reliant Energy						\$ -		3B		
Software Quality Leaders Inc	F		47,444.00			\$ 47,444.00		3B		
TBrij LLC (dba Corporation Cars)	F		20,936.67	40	26,798.00	\$ 26,798.00		3B		
The Hertz Corporation	F	U	66,034.43	39	64,907.11	\$ 64,907.11		3B		
T-Mobile						\$ -		3B		
TransmediaX	F		4,140.00			\$ 4,140.00		3B		
TraveloPod Inc.	F		257.60			\$ 257.60		3B		
TW Telecom	F		2,959.64			\$ 2,959.64		3B		
Urmeet S Juneja			-	52	-	\$ -		3B		

